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Atty. Docket No: **BRUM-101**

jc860 U.S. PTO
09/669057
09/25/00

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Honorable Commissioner of Patents and Trademarks
Washington, D.C. 20231

Sir:

Transmitted herewith for filing is the (X) utility, ( ) design, ( ) plant patent application of:

INVENTOR: Bruce Brumberg

FOR: **INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER**

Enclosed are:
(X) 28 pages of specification (X) Abstract
(X) Oath or Declaration (X) Power of Attorney
(X) 9 pages of (X) Formal ( ) Informal Drawings.

(X) An assignment of the application to: **MYSTOCKPLAN.COM, INC.**

( ) Preliminary Amendment ( ) Information Disclosure Statement
( ) Oath or Declaration
( ) Associate Power of Attorney ( ) Power of Attorney
(X) Verified Statement under 37 CFR 1.9 and 1.27 claiming small entity
( ) Petition for One-Month Extension of Time

The filing fee is calculated as follows:

			CLAIMS AS FILED		
FOR	NUMBER FILED	NUMBER EXTRA	RATE LARGE	SMALL	AMOUNT
BASIC FEE Utility		xxxxx	$710.00	$355.00	$ 355.00
Design	xxxxx	xxxxx	$320.00	$160.00	$ .00
Plant	xxxxx	xxxxx	$490.00	$245.00	$ .00
Total Claims	16 - 20 = 0		x $18.00	x $ 9.00	$ .00
Independent Claims	1 - 3 = 0		x $80.00	x $40.00	$ .00
Multiple Dependency			$270.00	$135.00	$ .00
Late Fee Surcharge			$130.00	$ 65.00	$ .00

The PTO did not receive the following listed item(s) a check of $40. for assignment but a check of $45 is included.

Non-English Language Fee	$130.00	$	.00
Assignment Recording Fee	$40.00	$ 0.00	$40.00
	TOTAL		**$395.00**

(X) A check in the amount of $355.00 to cover the filing fee is enclosed.

(X) A check in the amount of $40.00 to cover the cost of the Assignment Recording Fee is enclosed.

( ) This application is filed under the provisions of 37 CFR 1.53, and does not include:

( ) Oath or Declaration
( ) Filing Fee

(X) The Commissioner is hereby authorized to charge payment of the following fees or credit any overpayment to Deposit Account No. **20-0449**. A duplicate copy of this sheet is enclosed.

(X) Any additional filing fees required under 37 CFR 1.16
(X) Any patent application processing fees under 37 CFR 1.17
( ) The Issue Fee set in 37 CFR 1.18 at or before mailing of the Notice of Allowance, pursuant to 37 CFR 1.311(b)

( ) Priority is claimed under 35 USC 119 based on the following:

Serial No.	Date Filed	Country

( ) Certified copy (copies) enclosed.

Date: Sept. 25, 2000

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BRUM-101

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In application of: **Bruce Brumberg**

Express Mail Label No:
EL122933815US
Date of Deposit: Sept. 25, 2000

Filed: On Even Date Herewith

For: **INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER**

PATENT APPLICATION AND
CERTIFICATE OF MAILING

Honorable Commissioner
U.S. Patent and Trademark Office
Washington, D.C. 20231

Sir:

Pursuant to the provisions of 35 U.S.C. 21(a) as amended by Public Law 97-247 and 37 C.F.R. 1.10, the above-identified Applicants enclose for filing the attached Patent Application entitled **INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER.** This application includes 28 sheets of specification, 9 sheets of formal drawings and a check in the amount of $ 355.00 to cover the filing fee. Also included is a check for $ 40.00 to cover the Assignment Recording Fee.

This Application is being filed on 25th day of Sept., 2000, by mailing an application to Commissioner of Patents and Trademarks, Washington D.C. 20231, via the United States Postal Service under 37 C.F.R. 1.10. The Express Mail Label number appears in the heading of this paper which is attached to the Application papers pursuant to 37 C.F.R. 1.10(b).

All correspondence concerning this Application should be sent to:

Robert K. Tendler, Esq.
65 Atlantic Avenue
Boston, MA 02110
(617) 723-7268

Respectfully submitted,

Robert K. Tendler, Esq.
Reg. No. 24,581

65 Atlantic Avenue
Boston, MA 02110

Date: Sept. 25, 2000

CERTIFICATE OF MAILING

"Express Mail" Mailing Label No: **EL12293381US**

Date of Deposit: Sept. 25, 2000

I hereby certify that this paper, fee and attachments are being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington D.C. 20231.

Dated: Sept. 25, 2000

Robert K. Tendler, Esq.

Applicants or Patentees: Bruce Brumberg
Attorney's Docket No.: BRUM-101
Serial No. or Patent No.:
Filed or Issued:
For: **INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER**

VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY STATUS
(37 CFR 1.0 (f) AND 1.27 (C)) - SMALL BUSINESS CONCERN

I hereby declare that I am

( ) the owner of the small business concern identified below

(X) an official of the small business concern empowered to act on behalf of the concern identified below:

Name of Concern: Mystockplan.com, Inc.
Address of Concern: 124 Harvard Street, Brookline, MA 02444

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 13 CFR 121.3-18, and reproduced in 37 CFR 1.9(d), for purposes of paying reduced fees under section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention, entitled **INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER**
by inventor: Bruce Brumberg
described in

(X) the specification filed herewith
( ) application serial no. _____, filed _____
( ) patent no. _____, issued _____

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below* and no rights to the invention are held by any person other than the inventor, who could not qualify as a small business concern under 37 CFR 1.9 (d) or by any concern which would not qualify as a small business concern under 37 CFR 1.9 (d) or a nonprofit organization under 37 CFR 1.9 (e).
*NOTE: Separate verified statements are required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR 1.27)

Name:
Address:
( ) Individual ( ) Small Business Concern ( ) Nonprofit Organization

Name:
Address:
( ) Individual ( ) Small Business Concern ( ) Nonprofit Organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28 (b))

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

Name of person signing: Bruce Brumberg
Title of person signing other than owner: President
Address of person signing: 76 Berkshire Road, Newton, MA 02460

Signature: Bruce Brumberg Date: 9/23/2000

APPLICATION FOR LETTERS PATENT

TO ALL WHOM IT MAY CONCERN:

BE IT KNOWN THAT **Bruce Brumberg,** citizen of the United States of America, having residence at 76 Berkshire Road, Newton, Massachusetts, USA has invented a certain new and useful **INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER.**

Express Mail Label No. EV 339 905 965 US

TITLE

INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER

FIELD OF INVENTION

This invention relates to stock options and more particularly to an on-line system for informing a holder of stock options, restricted stock, and participants in employee stock purchase plans as to the worth, value, or status of their company options and stock holdings.

BACKGROUND OF THE INVENTION

As will be appreciated, stock options are utilized by many companies not only to reward present employees for services provided, but also to entice new employee hires. Companies in the past have had difficulty in communicating with and educating employees as to the status of their stock options or other information relating to their stock options, since stock option plans vary significantly from company to company and involve complex tax, legal, and financial planning issues. Moreover, in order for an individual to make intelligent decisions as to what to do with his or her stock options, these tax and legal implications must be taken into consideration.

It is usually not up to the company itself to advise employees about tax and legal ramifications or in fact do much more than merely present the employee with their stock option agreement. If one is to try to provide a universal system to inform the employees about a stock option program, it is necessary to take into account each of the different

companies' individual stock plans, which is difficult due to the diversity of the plans available.

As a result, companies do not at the present time provide education and training, or give information to their employees as to how to maximize the benefits of their stock options plans. Moreover, even if a company were to do so, tailoring the advice to an individual employee is oftentimes difficult because the company may or may not have sufficient information from the employee to provide reliable information.

Additionally, it will be appreciated that financial institutions oftentimes view an individual's stock options and other forms of equity compensation as a resource or source for attracting clients to address the kinds of needs for money management which these institutions can provide and which the client needs. Thus, there is a need for a system which will provide readily accessible information on an individual's particular situation both for the individual, for their employer, and the financial institutions seeking to attract clients who have equity compensation packages.

In short, there is an important need to address the option holder's personal finance and educational needs and company needs to provide education and training on stock options to help employees maximize their benefits and understand the corporate goals or the plan. While in the past the ability to provide individuals with advice tailored to their particular situation was done on a manual basis, there is a need to provide a more convenient way to get information to participants in stock options, stock purchase and restricted stock programs. Moreover, there is a need for interactive financial planning calculators and tools as well as informational content including articles, question and answer in FAQs form, glossary, and global tax guide, along with

discussion forum and other interaction with experts. Also, a key environment is personal record keeping, which includes data related to option exercise, expiration, and vesting, and restricted stock vesting and expiration.

By way of further background and as will be appreciated, there are millions of people in the US and now overseas who participate in stock option plans. A need exists to provide not only senior executives, directors, and key employees at every public company with information related to their stock options or restricted stock, but also to provide such information throughout the workforce. Stock option grants have become broader and company-wide, making them an integral part of many employee's compensation. Of course, countless numbers of people also hold stock options in pre-IPO companies. As a result, participants in these plans are sitting on billions of dollars in options gains, representing much of the new wealth of this country. It will be appreciated that stock option revenues rival the amounts in qualified plans such as 401K plans and IRA's. Moreover, brokerage firms and financial advisors are in need of tools and content to reach these individuals to handle their stock plan transactions and manage their money. Individuals also let valuable in-the-money options expire, as they fail to monitor their option holdings, and may have options from multiple companies.

Note, few participants hold the stock option after exercise. For numerous reasons they take their option profit before the standard 10-year term and either diversify the money into alternative investments, meaning stock and mutual funds, buy high ticket items such as a cars, furniture and houses, or do things such as take vacations or use the monies for weddings or renovations of their homes. In short, these

are the types of people, who the financial service companies and numerous other advertisers wish to reach and market their services.

Moreover, presently millions of people now look to the Internet as a prime source of personal financial and investment information. This trend is reshaping the financial services industry. The desire of the individual to take control over their financial future is both demonstrated and encouraged by the proliferation of investment and online brokerage websites.

SUMMARY OF THE INVENTION

To help individual's take control of their own financial future, to have much more information than was previously available to be able to determine it, and to help companies with their stock plan communications, education, and training, in the subject system, this information is presented over the Internet in a way in which what is presented to the user is both customizable to the individual's particular situation and his company's goals, and permits the individual to make rational decisions as to the exercise or non-exercise of the individual's stock options or other future company stock transactions.

For this purpose, a number of tools and calculators are provided to permit modeling customized to fit the individual's needs. In one embodiment, tools, calculators, and content can be customized and regularly updated online. Moreover, the presentation to the user can be updated and expanded based on developments and the needs of companies and financial institutions.

Note, the same information is of great benefit to the company granting the stock options or indeed, to the financial institution seeking to manage the individual's stock portfolio. In the subject invention this information is made readily available and is tailored by the individual to his or her specific situation. The information presented is also modifiable through a modeling system which presents various scenarios, thereby to present to the individual various possibilities in the management of the stock options he or she holds.

The subject system is online both in terms of providing a server at which all the information to be presented is generated and by presenting the individual with content through a web site to meet the option holder's personal finance, education, and training needs. The server may also be used as the company's communication link to the employees and can establish education and training goals for those involved in the stock option program. Moreover, a financial institution's interest in attracting individuals with stock options can be served by providing a stock option planner service.

In one embodiment, many interactive and customizable features are provided in an attractive user interface, which is easy to use. At the root of the ability to present the user with information which is readily usable in order to make intelligible choices about stock options, the subject system provides an easy-to-use calculator and modeling tools dynamically linked from a database of their option records specific to the user's particular stock option and restricted stock grants.

In one scenario, the "Quick Take" calculators tell the users their net gain after taxes, personalized by state of their residence. In another embodiment, the "I Need the Money" calculator lets the user fill the amount of money needed and see which options

to exercise to obtain it. The modeling tools also help the user to determine when to exercise options by looking at comparisons to alternative investments.

The "Quick Take" calculator operates in two different modes or versions. The first version interacts dynamically with the data that has previously been entered by user or drawn in automatically from another database. This database is referred to herein as the "My Records" database and in a preferred embodiment is an online stock option record tracker. Note that the data can be drawn in from another server to populate or fill in the fields in his or her personal database. The user then selects either vested, unvested or outstanding options to use in the calculation, after which is entered in the current market price of the stock involved.

Upon clicking on "Calculate" in the "Quick Take" calculator, the user is presented with the net gain after taxes based on the state they live in and the tax rate. The user may edit and save for return use the federal tax withholding, social security withholding, or state withholding. The result is that they and can see a specific breakdown of the taxes that get withheld at exercise of the option.

Moreover, the user can model stock price by entering specific increases and decreases by percent in the stock price and seeing what their gains would be.

In another embodiment of the "Quick Take" calculator, one can enter in the number of options in the field that says "Total Shares Options" instead of pulling it from a "My Records" database.

The subject invention also provides modeling tools to help users determine when to exercise their options by looking at comparisons of alternative investments. For instance, if an individual has stock options in a particular company, and the options

are vested with six years remaining in the term, then the individual may wish to know if it is appropriate to exercise these options, sell the stock and put it into an alternative investment such as a mutual fund; or alternatively wait until the option term which will be six years later. The results of either of these two scenarios is immediately calculated and is presented to the individual so that the individual can make an intelligent choice as to whether to exercise his or her options now or wait.

As an important part of the subject invention, an online stock option tracker is provided for record keeping purposes, including option expiration and investing dates. This is the part of the "My Records" database and can be used for monitoring options in multiple companies.

Moreover, each of the above calculators, modeling tools, and online record keepers permits changing of the "As of Date" to permit the user to ascertain on the "As of Date" what the situation would look like for options and at different stock prices.

While the above relates to information presentation at the user's terminal, equally as important is the advice that can be given to the user online from experts through the utilization of easy-to-access original articles, questions and answers on approximately 400 equity compensation and stock option topics in form of FAQs, a glossary, a global tax guide, and a discussion forum. All are specially designed to meet the individual's company's, and financial institution's and customizable requirements.

Ease of use for the content relates to categories and breakdown by topics from basic to sophisticated financial planning topics relating specifically to stock option arena.

For instance, easy-to-read content in the form of continually new, original articles written for an individual with options is presented by the content provider over its server. FAQs with answers from experts on every conceivable stock compensation question are presented along with an extensive glossary of stock compensation terms. Moreover, a global personal tax guide, detailing the tax rules in 25 countries is provided to the user.

Additionally, in one embodiment, easy to navigate community forms such as a discussion board and an "ask the experts section" allow for additional human interaction and personalized responses on stock compensation issues.

The result of the provision of the above system is the provision of robust interactive tools and calculators that reflect the realities of people's time, patience, and knowledge for using web applications, particularly those involving stock options. Additionally, through the content provider, the individual is able to read and access leading experts in stock options. Moreover, by utilization of a central server, deep original content is provided which is continuously updated and provided in a format that is easy to read and absorb online. Articles on topics of interest to individuals, including themes that companies want to stress with their employees may also be provided. This includes for instance handling volatility in the particular company stock, long term financial planning about stock options, and other matters.

It will be appreciated that the subject system can weave parts of the provider's web site into existing online offerings of other companies and providers in the corporate stock plan market such as brokerage firms and third party stock plan administrators.

Moreover, the ability to have a central server that provides all parts of the site can be customized and private labeled, with content and tools specific to a company's or financial institution need.

What is therefore provided is a deep content, easy-to-read and search system which utilizes easy-to-use calculators and modeling to understand the value of option and planning alternatives. Moreover, online option record keeping and community features are provided to facilitate for instance a discussion forum and an "ask the experts" section.

What is therefore provided is a system to help the users realize the most value possible from their employee stock options and for companies to communicate and educate employees on stock options. The content, calculators and community available at the central server can make people smarter about the financial planning, tax and legal issues surrounding stock option. Moreover, the subject system provides education and guidance to help users make intelligent decisions about their stock options and other forms of equity pay.

In summary, a system is provided for educating and training employees and others about their stock options with an online stock option planner that includes customizable easy-to-use calculators and modeling tools, easy-to-read customizable content, and an online stock option tracker for keeping personal records, including option expiration and vesting dates, along with easy-to-navigate community forms, which together serve as a vehicle by which a user can access information and personal guidance on stock options and other forms of equity compensation.

In one embodiment, a simplified calculator is provided in which the employee or other user may input a number of shares, exercise price, company stock price, percent increase of stock price, state, tax information and social security data.

In a further embodiment, the individual's specific stock option information is entered including expiration date, grant date, vesting date and type of option. This information is utilized in an online record keeping system which results in the presentation of a visual display of various scenarios by which the user can make optimum choices in the exercise of his or her options. In still further embodiment, an "I Need the Money" option presents to the user in a dynamic link to the records, the ability to maximize returns from the employee stock options at a specific time based on the amount of money that the user needs, taking into account the user's tax bracket, and other tax status information.

In another embodiment, a "Quick Take" calculator presents to the user the value of the user's vested, unvested or outstanding options at various market prices, taking into account tax-related information that is easily editable.

In a still further embodiment, an alternative investment modeling tool is provided which helps the user decide whether to exercise the options, put it into an alternative investment or wait to exercise until the end of the option term.

Moreover, content is provided through a server under the control of an information publishing company specializing in stock option and equity compensation, which provides the user with information so that the user can better manage his or her stock option portfolios and so that the companies can better communicate with their employees as to the particulars of the stock option plans.

Alternatively, realtime stock quotes input at the server, can be made available to the user so that the user can model or record benefits of exercising their particular stock options based on current stock prices.

BRIEF DESCRIPTION OF THE DRAWINGS

These and other features of the subject invention will be better understood with the Detailed Description in conjunction with Drawings of which:

Figure 1 is a block diagram of the subject system illustrating modeling and calculations as well as record keeping and written content to be able to supply the user with sufficient information to make intelligent choices with respect to his or her employee stock option plan;

Figure 2 is a diagrammatic representation of a basic calculator indicating a field for the entry of total option shares, exercise price and company stock price, as well as increases and decreases of stock price by percentage, and changes in tax withholding amounts;

Figure 3 is a diagrammatic representation of the "My Records" database and options tracker illustrating the types of personal information which may be entered into the table in terms of outstanding grants, grant type, expiration date, shares granted, shares exercised, shares unvested, next vest date, shares exercisable, exercise price, exercise cost, total value and total gain;

Figure 4 is a diagrammatic representation of the "Quick Take" calculator which accesses the "My Record" database to provide an estimate of gain based on either

outstanding, vested, or unvested option shares taking into account federal tax and social security considerations;

Figure 5 is a diagrammatic representation of the "I Need the Money" calculator in which the total cash needed is enterable in a field, with the result being a display of the vested options the user needs to exercise to reach this amount net after taxes;

Figure 6 is a diagrammatic representation of a comparison modeling tool in which the user enters in two different percentages gains, for instance the expected annual increase in percentage of the company's stock and the percentage increase in an alternative investment to determine whether and when to exercise the options. For the calculators, modeling tools, and record keepers the "As of Date" and the stock price are changeable to provide the user with insight into future financial outcomes; and,

Figures 7A, 7B and 7C are a diagrammatic representations of tables illustrating the results of the comparison of whether to sell and purchase an alternative investment or hold the grant.

DETAILED DESCRIPTION

Referring now to Figure 1, a system 10 is illustrated in which a user 12 views a terminal 14 that displays information relative to the user's stock options. Terminal 14 is coupled to a server 16 which connects to the Internet 18 and thence to a provider's server 20 to which is supplied content 22 managed by a content manager 24. Optionally for the use of the person seeking information on his or her stock options is a realtime stock quote unit 26 which can provide user 12 with realtime stock quotes for a company of interest, namely his or her own.

When the user first logs on, assuming the user has not entered any previous personal stock option information into the system, after an initial sign-up in which basic registration information is collected, including state of residence, a basic calculator 30 enables the first time user to get a quick view of his or her stock option scenario by entering in the number of shares, exercise price, company stock price, and also edit the percent increase/decrease of stock price and the tax withholding information, such as the state in which the individual is working, a higher federal tax rate, and social security payments made to date. As will be seen, the results of the entry of this limited amount of information gives the first time user a direct answer on the value of the worth of his or her stock options. However, as will be described, the options data may come from the "My Records" database, once the database has been established either by the user or drawn from information in another database.

The user will wish to enter into the system information personally tailored to his or her stock option plan, and this is done at entry device 34 the for "My Records" database in which the user can enter into the appropriate fields for each grant, the expiration date of his or her stock options, the grant date, the vesting schedule, and the type of option or restricted stock. Alternatively, user data is drawn in automatically from another database, such as one used by company or financial institutions for stock plan administration or wealth management services. This information can also be from another server to populate or fill in the fields in the "My Records" database.

This information is maintained on the server and the user updates it for future exercise of the stock options and sales of the stock or it is done automatically when information comes from another database. This information is downloaded to a "My

Records" database 34 and when the user goes to the "My Records" part of the system, different visual presentations are possible by changing the stock price amounts and the "As of Date", making the "My Records" database an online record keeper, a tracker to monitor key personal dates, and a modeling tool. Moreover, tables that are viewed in the "My Records" database may be accessed upon demand with any stock price and the "As of Date" used. As will be seen, this provides the user with a complete table of information which will enable the user to make intelligent choices about his or her stock plan, and track their status, including vesting and expiration dates.

The "My Records" database is utilized and accessed dynamically by an "I Need the Money" tool 36, a "Quick Take" calculator or tool 38, and an Alternative Investment Modeling Tool 40 as will be seen.

The "I Need the Money" tool provides a table which enables the user to enter in the amount of money that he or she needs for personal use, followed by showing how this money can be received by the user after exercising and selling selected vested stock options or restricted stock net of taxes. The "Quick Take" calculator on the other hand, in accessing the "My Records" database 34, provides the user with a rapidly calculated scenario in which net gains after taxes are presented, which also allows the user to edit the tax and withholding information and to model increases and decreases in stock price. These tools also permit the user to change stock price and the "As of Date" to bring into the calculations options that vest or terminate later dates.

As illustrated at 40, an Alternative Investment Modeling tool permits the user to compare the results of exercising before the date of an option grant's expiration or not, permitting the user to determine whether or not to exercise an option grant at a given

earlier date and put the proceeds into alternative financial investments or to hold onto the stock options until the end of their term

All of the above information in tabular form is complemented by the provision over the Internet of an extensive, deep, and original content provided by experts in the field of stock options. This structured content includes frequently asked questions or FAQs in easy-to-read Q&A format, a glossary, articles, a global tax guide, an ask our experts format, and a discussions forum. The content is provided in easily accessible form and through a directory and categorization, including a search engine, which permits the user to query the system for various questions the user may have with respect to his or her stock options, or stock options in general.

While the subject system is pictured as having the entire process take place at a centralized server which may be under the control of the content provider, calculations and modeling can be performed at the user's terminal. However, using the Internet eliminates the problem of downloading specialized software to each user and makes uniform the entire process.

Moreover, the utilization of a centralized server by the content provider permits rapid updating of information for legal and tax changes or as new financial strategies emerge. This can be done to inform of changes in the Securities and Exchange Commission's rules, court cases, new tax laws and IRS rules, or in fact any type of strategies which provide current thinking in the stock option area.

Moreover, it is sometimes useful to be able to have the user access his or her company's stock quote on a realtime basis to be able to utilize the modeling and calculation functions available at his or her terminal.

As will be seen, the subject system presents to the user information which is critical in the user's management of his or her stock portfolio to maximize gains or provide information in realtime relative to his or her stock option plan.

It will be appreciated that the same information that is provided to the user's terminal may be provided either at the company, or at the financial services or planning institution so that should advice be necessary from either of these latter institutions, it can be rapidly be given to a client or an employee.

Referring now to Figure 2, a window 50 is provided for basic calculator 30 in which a field 52 permits the total number of options shares to be initially entered by the first-time user. The user may enter the exercise price at field 54 and a stock price, however determined, at window 56. The result in field 58 is the gain given the exercise costs and certain tax information such as federal tax 60, which as a default is set at 28%, social security withholding 62, again set as a default at 6.20%, Medicare set as a default at 1.45% as illustrated at 64, and state tax 66 for a given state here illustrated at 5.85%.

User can edit amounts in fields 60, 62, 64, 66 and can see a full breakdown of tax withholding totals in field 68 by clicking with mouse on see "Tax Breakdown". In field 70, user sees the result of subtracting the tax total from the gain at field 58.

The basic calculator is also provided with a field which permits the user to vary the stock price by first entering whether the stock is to increase or decrease. This is input at field 72. Field 74 is used to input by how much the stock is to increase or decrease in terms of percentage increase or decrease.

The result is that the first-time user may be given an overview and the specific value of the value of a stock option grant, with a limited amount of information being needed to provide such an answer to this complex question.

To perform this calculation the Total Option Shares in 52 is multiplied by the Company Stock Price in 56. Subtracted from this amount is the Total Option Shares in 52 multiplied by the Exercise Price in 54 to provide the Gain in 58. Subtracted from that amount are the taxes owed for federal, state, local, and Social Security in fields 60, 62, 64, 66, which are totaled at field 68 which can be edited, to get Net. Company Stock Price in 56 can be changed by increasing or decreasing percentages in field 74, and this will change Gains and Net.

Referring now to Figure 3, what is described is the "My Records" database. Here the information that is entered into the "My Records" database is illustrated at table 80, which includes a listing for instance of a grant number 82, the type of grant 84, the grant date 86, the expiration date 88, the shares granted 90, the shares exercised 92, the shares uninvested 94, the next vest date 96, the shares exercisable 98, the exercise price 100, the exercise cost 102, the total value 104, and the total gain 106. With these fields having the appropriate data entered therein, which is done on another data entry screen, not shown, the individual is given a table and option tracker reflecting the outstanding grants in his or her option and restricted stock portfolio, with the total value and the total gain being calculated by entries into the other fields, along with critical personal dates, such as expiration and next vesting. The user can also sort the grant records by clicking on column headings 84, 86, 88 and 96.

Grant data can be entered for multiple companies. As will be seen, all of these fields may be edited through an edit icon 108 so that the "My Records" database can carry updated information for exercises of options and sales of stock, which is utilized by other tools or calculators of the subject invention. Note that in one embodiment the visual representation automatically changes as vesting dates are reached.

The calculations made by the "My Records" database include defining the "As of Date" which is entered into field 110 and the stock symbol entered into field 112, such that if a realtime stock quote is available, this may be automatically entered. By changing the "As of Date" in field 110 from today to some future date, the visual representation of the stock grants can change as more shares vest and thus show as "Shares Exercisable" in field 98 as some stock grants expire. The current stock price or in fact any stock price may be entered into this Share Price field. "Recalculate" icon 114 then provides that the "My Records" database recalculate the total value and the total gain, given information in the other fields.

When the user clicks on the "Calculate" button, the exercise cost, total value, and total gain is calculated based on the information in fields 98, 100, as well as the data in field 112. When the user changes the "As of Date" in field 110, which would then include options or stock that vests at this later date, and the Share Price in field 112, the user clicks on the Recalculate button. As a result of the recalculations, the number of shares and amounts in fields 94, 98, 100, 102, 104, and 106 change.

Referring now to Figure 4, "Quick Take" calculator 38 is utilized for a quick overview of a person's stock options. It is different from the basic calculator in that it gets its input dynamically from the "My Record" database. The overview is provided

on a screen 120 which has a window for a company stock symbol field 122 and a total option shares field 124, with the number of option shares being either outstanding, vested, or unvested pulled in or drawn in dynamically from the "My Records" database. The total number of options is provided in field 126. An exercise price, which may the weighted-average from the "My Records" database, appears in field 128, whereas the stock price may be entered in field 130, either from the company stock symbol or manually entered.

Importantly, the "Quick Take" calculator provides a means by which a user can see what will happen if the company's stock price increases or decreases as enterable at field 134 and by how much. The percentage increase or decrease is entered into field 136. Upon clicking on the calculate icon 138, the gain 140 is determined, less total tax entered in field 142, to give a net gain in field 144, taking into account a federal tax field 146, a social security withholding in field 148, a Medicare/Medicaid withholding field 150 and state tax field 152, all of which can be edited in amounts.

To perform this calculation the Total Option Shares in field 124, which the user selects from unvested, vested, and outstanding, is multiplied by the Company Stock Price in field 130. Subtracted from this amount is the Total Option Shares in field 124 multiplied by the Exercise Price in field 128 to provide the Gain in field140. Subtract from that are the taxes owed for federal, state, local, and Social Security in fields 146, 148, 150, 152, which can be edited, to obtain the Net in field 144. Company Stock Price in 130 can be changed by increasing or decreasing percentages in field 136 and this will change Gains and Net.

Referring now to Figure 5, an "I Need the Money" calculator or modeling system 160 is shown in which a field 162 is used to specify the amount of total cash needed to be realized. A field 164 permits the user to enter the total cash needed as of a particular date, so as to include the options that are vested as of that date according the "My Records" database. A field 166 is utilized to indicate the total number of shares to exercise and the gain is illustrated at field 168. The tax breakdown provides the amount of tax to be subtracted from the gain here illustrated at field 170, whereas the net gain after taxes is presented at field 172. Cash needed appears in field 174, with the excess cash available provided in field 176. Note, that the user may enter his or her federal tax rate at field 178, social security withholding at field 180, Medicare/Medicaid at field 182 and his or her state tax rate at field 184.

With all this information entered, clicking on the "Calculate" icon 186 provides the total shares to exercise and sell to realize the gain required to give the needed cash. At the bottom of the screen shown in Figure 5, the user sees in table form the options from vested grants that should be exercised, the number of shares from each grant, the taxes withheld, and the net for each grant that added together equals the Total Cash Needed. Moreover, tax rates and other tax information may be edited by clicking on the edit icon 188, with different treatments applied for non-qualified and for incentive stock options as defined in the Internal Revenue Code.

This calculation starts with the oldest outstanding grant of vested options in the Shares Exercisable field in the "My Records" database. The options in this grant are multiplied by the company Share Price in field 187. Subtracted from this amount is the number of shares from the Shares Exercisable field in the "My Records" database for

that grant multiplied by the Exercise Price for that grant to obtain the Gain. Subtracted from this result are the taxes owed for federal, state, local, and Social Security, which can be edited for non-qualified options, to obtain the Net. This calculation is performed for each vested grant or part of each grant and added together until the Net after taxes in field 172 equals the Total Cash Needed in field 164, including any excess cash because options cannot be exercised in fractional amounts. Both the share price and the "As of Date" can be edited to see outcome in different scenarios for future price increases and when more shares vest, drawing in more exercisable shares from the "My Records" database.

Referring now to Figure 6, a Comparison Investment Modeling tool 200 is utilized to analyze the user's stock portfolio, whether it be in stock options or otherwise, to be able to compare gains as of a date entered into field 202 based on current stock price entered into field 204. It uses for the comparison two different expected annual increases, namely those entered in the Company Stock Price field 206 and the Alternative Investment Rate Of Return field 208. Again, editable tax rates such as federal tax may be entered at field 210, social security at field 212, Medicare/Medicaid at field 214 and state tax rate at field 216. This is accomplished by clicking on edit button 218 to provide variables for the calculation. Upon clicking on the calculate icon 220 the result presented to the user is depicted as the tables of Figures 7A, 7B and 7C.

Referring now to Figure 7A, 7B and 7C, a summary comparison table 230 presents the user with information relative to the comparison and provides in field 232 the summary of the results of the calculated strategy as to whether to exercise the vested option grant, sell the stock, and to purchase an alternative investment; or to hold onto

the grant to exercise and sell at the end of the option term. Results are shown for each grant that is vested. Here the table includes the grant number field 234, the grant date field 236, the remaining years in term field 238, the grant price field 240, the shares exercisable field 242, total gains exercisable from holding the grant field 248 and from an alternative investment entry field 250, which provides a calculation of the difference between the two strategies, here illustrated at field 252.

It will be appreciated in the above example that the two different scenarios are based on the expected annual increase for one stock versus another investment. In the illustrated example, the first stock may be that associated with the employee stock option, where the second stock, bond, or mutual fund is that which is associated with an alternative investment with a specified rate of return.

Note, that while the subject system may be utilized for stock option plans, the comparison tool described above is exceedingly useful in the comparison of any two types of investment with any two different rates of return where there are tax implications and differences between selling early and waiting to sell. Information utilized in the comparison tool is dynamically drawn from the "My Records" database, at least in terms of the individual's vested stock options.

To perform this comparative calculation for each vested grant in the Shares Exercisable in the "My Records" database, the options in that grant are multiplied by the Company Share Price in field 204. Subtracted from this amount is the same Shares Exercisable in the "My Records" database multiplied by the Exercise Price for each of the vested Shares Exercisable to obtain the Gain. Both the share price and the "As of

Date" can be edited to see outcomes in different scenarios for future price increases and when more shares vest.

Subtracted from this total is the withholding taxes owed, which can be edited, to get the Net. This amount is then multiplied by an annual increase in the alternative investment percentage to determine the value of the alternative investment at the end of the option term. This investment is then sold at capital gains rates at end of option term. This cash amount is then compared to waiting to exercise the options and sell the stock at the end of the option term, with the stock price itself having grown by the expected annual increase in field 206. This comparative calculation is performed for each vested grant and a strategy is recommended based on the mathematical differences between the expected annual increases and the tax treatments, with ordinary income rates at exercise and capital gains rates for sale of the alternative investment.

Having now described a few embodiments of the invention, and some modifications and variations thereto, it should be apparent to those skilled in the art that the foregoing is merely illustrative and not limiting, having been presented by the way of example only. Numerous modifications and other embodiments are within the scope of one of ordinary skill in the art and are contemplated as falling within the scope of the invention as limited only by the appended claims and equivalents thereto.

WHAT IS CLAIMED IS

1. A method of providing an individual with education and training about an employee stock option plan to permit the individual to make intelligent choices in the management of the stock option plan, comprising the steps of:

storing relevant information about the stock option plan in editable form in a central server;

modeling a projected outcome related to gain upon exercise of an option based on the relevant information about the stock plan;

connecting the central server to the Internet;

providing the information about the stock plan to the individual on a terminal connected to the Internet at the individual's site and the results of modeling done at the central server; and,

having the individual provide inputs to the central server specifying user-generated parameters relative to the stock option plan such that the user-provided information is used in the modeling, whereby information about the stock option plan is provided back to the individual over the Internet taking into account the individual's inputs to permit the individual to make decisions which will result in the optimization of the value of the plan.

2. The method of Claim 1, and further including generating content at the central server which will aid the individual in the management of the stock option plan, and the individual's company in educating, communicating, training related to the plan and transmitting the content over the Internet to the individual.

3. The method of Claim 1, wherein the modeling step includes the step of providing a calculation of what stock options to exercise to realize a predetermined amount of money;

4. The method of Claim 1, wherein the modeling step includes a calculation of stock option worth taking into account net gain after taxes given exercise of a predetermined number of options.

5. The method of Claim 1, wherein the modeling step includes an alternative investment calculation based on comparing gain from sale of selected stock options versus gain for an alternative investment.

6. The method of Claim 1, wherein the modeling step includes as an input a realtime stock quote.

7. The method of Claim 1, wherein the modeling step includes a step of taking into the model tax considerations.

8. The method of Claim 1, wherein the modeling step includes the step of taking into account Social Security considerations.

9. The method of Claim 1, wherein the modeling step includes the step of taking into account a predetermined date from which the model is to proceed.

10. The method of Claim 1, wherein the modeling step includes the step of storing an individual's stock option data in a separate data base.

11. The method of Claim 10, wherein the individual's stock option data includes expiration date, grant date, vesting dates, and type of option.

12. The method of Claim 10, wherein the individual's stock option data includes number of shares, exercise price and company stock price.

13. The method of Claim 1, wherein the modeling step includes the step of taking into consideration percent change in stock price.

14. The method of Claim 10, wherein the separate database is used to provide data for the modeling step.

15. The method of Claim 1, wherein the modeling step includes the step of accommodating a change in stock price.

16. The method of Claim 1, wherein the stock option plan includes plans involving restricted stock.

DOCUMENT - 0000000

ABSTRACT

A system is provided for educating and training employees and others about their stock options with an online stock option planner that includes customizable easy-to-use calculators and modeling tools, easy-to-read customizable content, and an online stock option tracker for keeping personal records, including option expiration and vesting dates, along with easy-to-navigate community forms, which together serve as a vehicle by which a user can access information and personal guidance on stock options and other forms of equity compensation.

D2636297.2

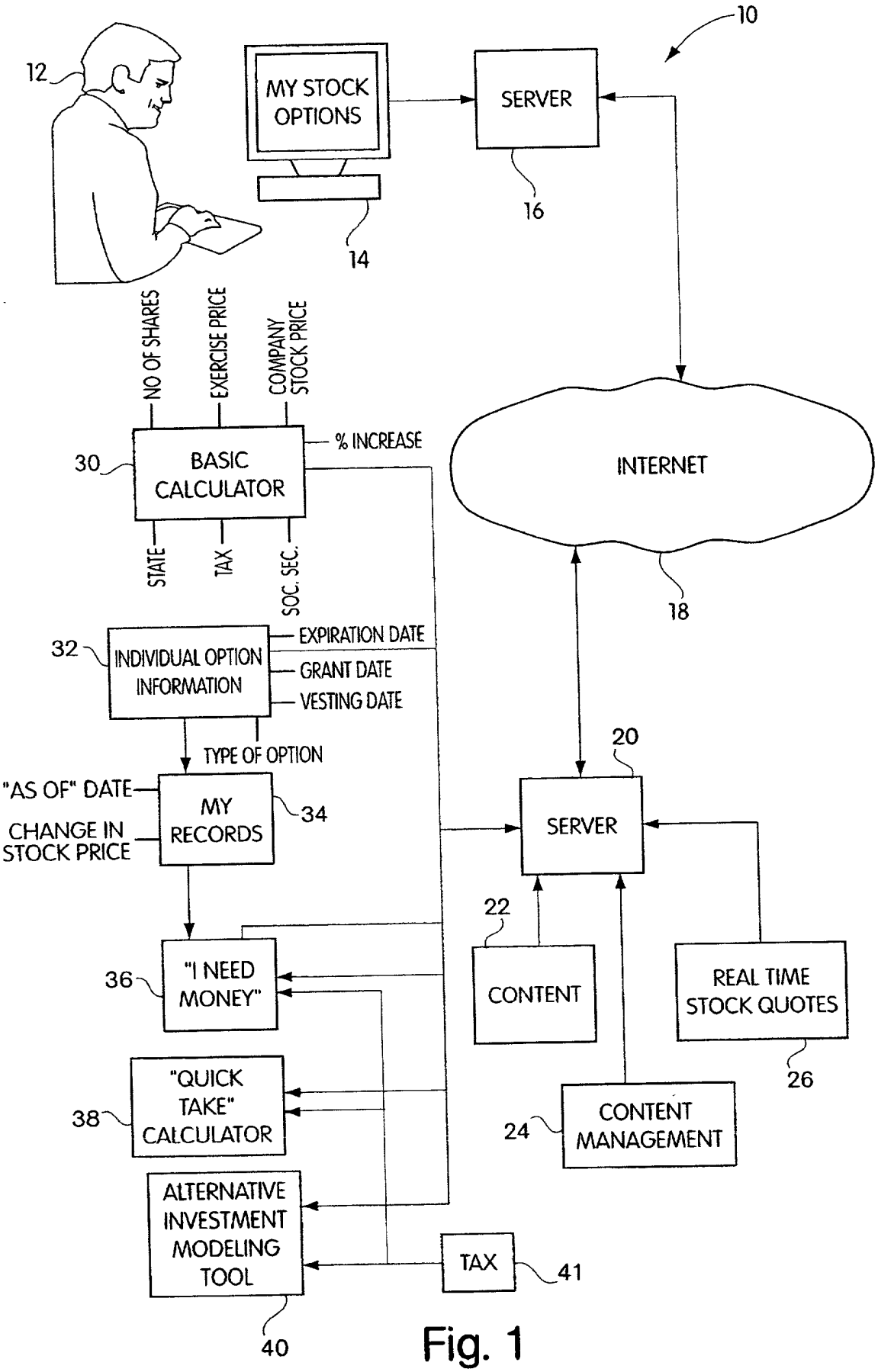
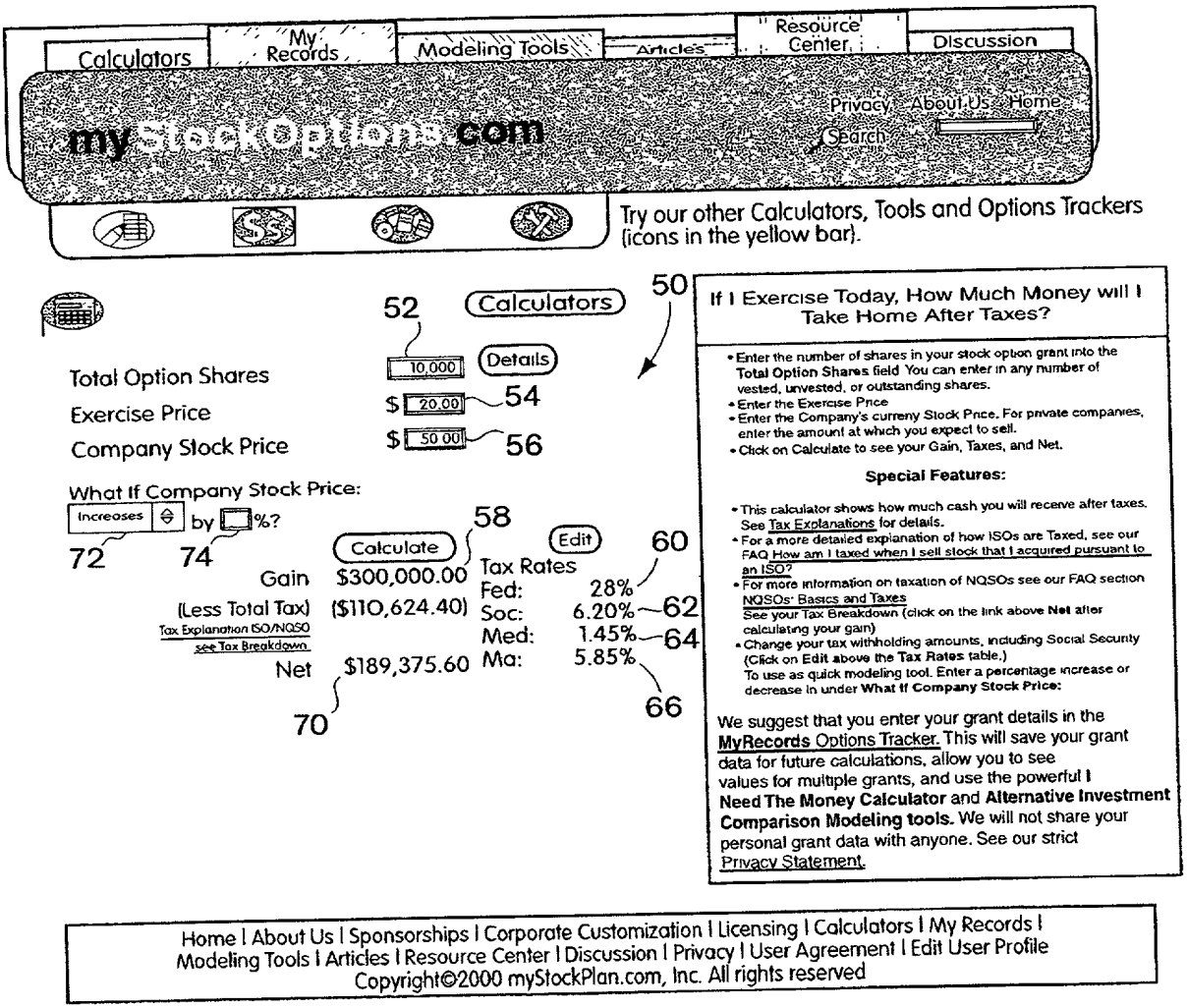

10
12
MY STOCK OPTIONS
SERVER
16
14
NO OF SHARES
EXERCISE PRICE
COMPANY STOCK PRICE
% INCREASE
30
BASIC CALCULATOR
INTERNET
STATE
TAX
SOC. SEC.
18
32
INDIVIDUAL OPTION INFORMATION
EXPIRATION DATE
GRANT DATE
VESTING DATE
TYPE OF OPTION
20
"AS OF" DATE
CHANGE IN STOCK PRICE
MY RECORDS
34
SERVER
22
36
"I NEED MONEY"
CONTENT
REAL TIME STOCK QUOTES
26
38
"QUICK TAKE" CALCULATOR
24
CONTENT MANAGEMENT
ALTERNATIVE INVESTMENT MODELING TOOL
TAX
41
40

Fig. 1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Try our other Calculators, Tools and Options Trackers (icons in the yellow bar).
52
Calculators
50
If I Exercise Today, How Much Money will I Take Home After Taxes?
Total Option Shares
10,000
Details
Exercise Price
$ 20.00
54
Company Stock Price
$ 50.00
56
What If Company Stock Price:
Increases
by %?
72
74
58
Calculate
Edit
60
Gain $300,000.00
(Less Total Tax) ($110,624.40)
Tax Explanation ISO/NQSO
see Tax Breakdown
Net $189,375.60
70
Tax Rates
Fed: 28%
Soc: 6.20%
62
Med: 1.45%
64
Ma: 5.85%
66
• Enter the number of shares in your stock option grant into the Total Option Shares field You can enter in any number of vested, unvested, or outstanding shares.
• Enter the Exercise Price
• Enter the Company's currenty Stock Price. For private companies, enter the amount at which you expect to sell.
• Click on Calculate to see your Gain, Taxes, and Net.
Special Features:
• This calculator shows how much cash you will receive after taxes. See Tax Explanations for details.
• For a more detailed explanation of how ISOs are Taxed, see our FAQ How am I taxed when I sell stock that I acquired pursuant to an ISO?
• For more information on taxation of NQSOs see our FAQ section NQSOs: Basics and Taxes
See your Tax Breakdown (click on the link above Net after calculating your gain)
• Change your tax withholding amounts, including Social Security (Click on Edit above the Tax Rates table.)
To use as quick modeling tool. Enter a percentage increase or decrease in under What If Company Stock Price:
We suggest that you enter your grant details in the MyRecords Options Tracker. This will save your grant data for future calculations, allow you to see values for multiple grants, and use the powerful I Need The Money Calculator and Alternative Investment Comparison Modeling tools. We will not share your personal grant data with anyone. See our strict Privacy Statement.
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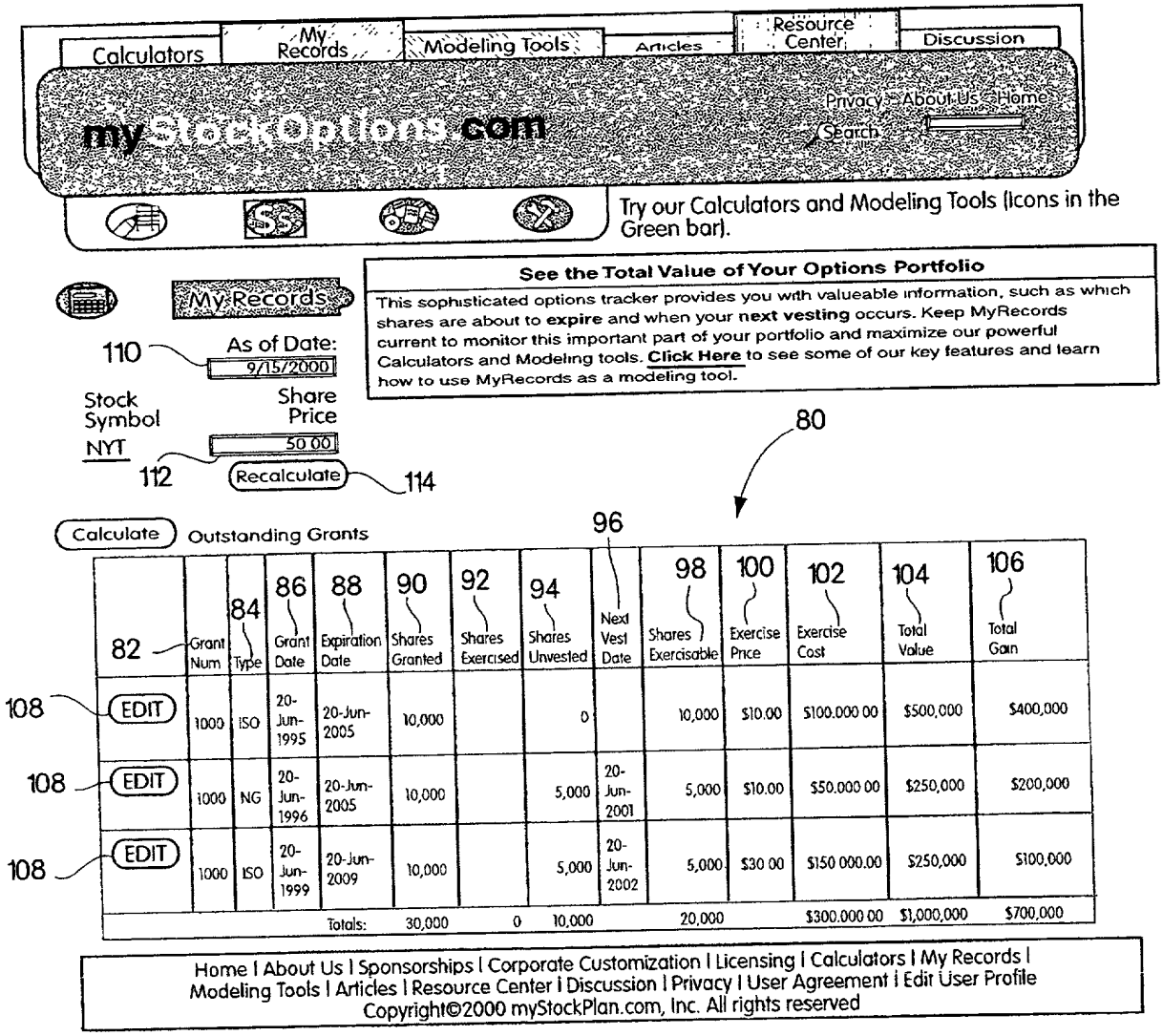
Fig. 2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Try our Calculators and Modeling Tools (Icons in the Green bar).
See the Total Value of Your Options Portfolio
This sophisticated options tracker provides you with valueable information, such as which shares are about to expire and when your next vesting occurs. Keep MyRecords current to monitor this important part of your portfolio and maximize our powerful Calculators and Modeling tools. Click Here to see some of our key features and learn how to use MyRecords as a modeling tool.
MyRecords
110
As of Date:
9/15/2000
Stock Symbol
NYT
Share Price
50.00
112
Recalculate
114
80
Calculate
Outstanding Grants
96
82
84
86
88
90
92
94
98
100
102
104
106
Grant Num
Type
Grant Date
Expiration Date
Shares Granted
Shares Exercised
Shares Unvested
Next Vest Date
Shares Exercisable
Exercise Price
Exercise Cost
Total Value
Total Gain
108
EDIT
1000 ISO 20-Jun-1995 20-Jun-2005 10,000 0 10,000 $10.00 $100,000.00 $500,000 $400,000
108
EDIT
1000 NQ 20-Jun-1996 20-Jun-2005 10,000 5,000 20-Jun-2001 5,000 $10.00 $50,000.00 $250,000 $200,000
108
EDIT
1000 ISO 20-Jun-1999 20-Jun-2009 10,000 5,000 20-Jun-2002 5,000 $30.00 $150,000.00 $250,000 $100,000
Totals: 30,000 0 10,000 20,000 $300,000.00 $1,000,000 $700,000
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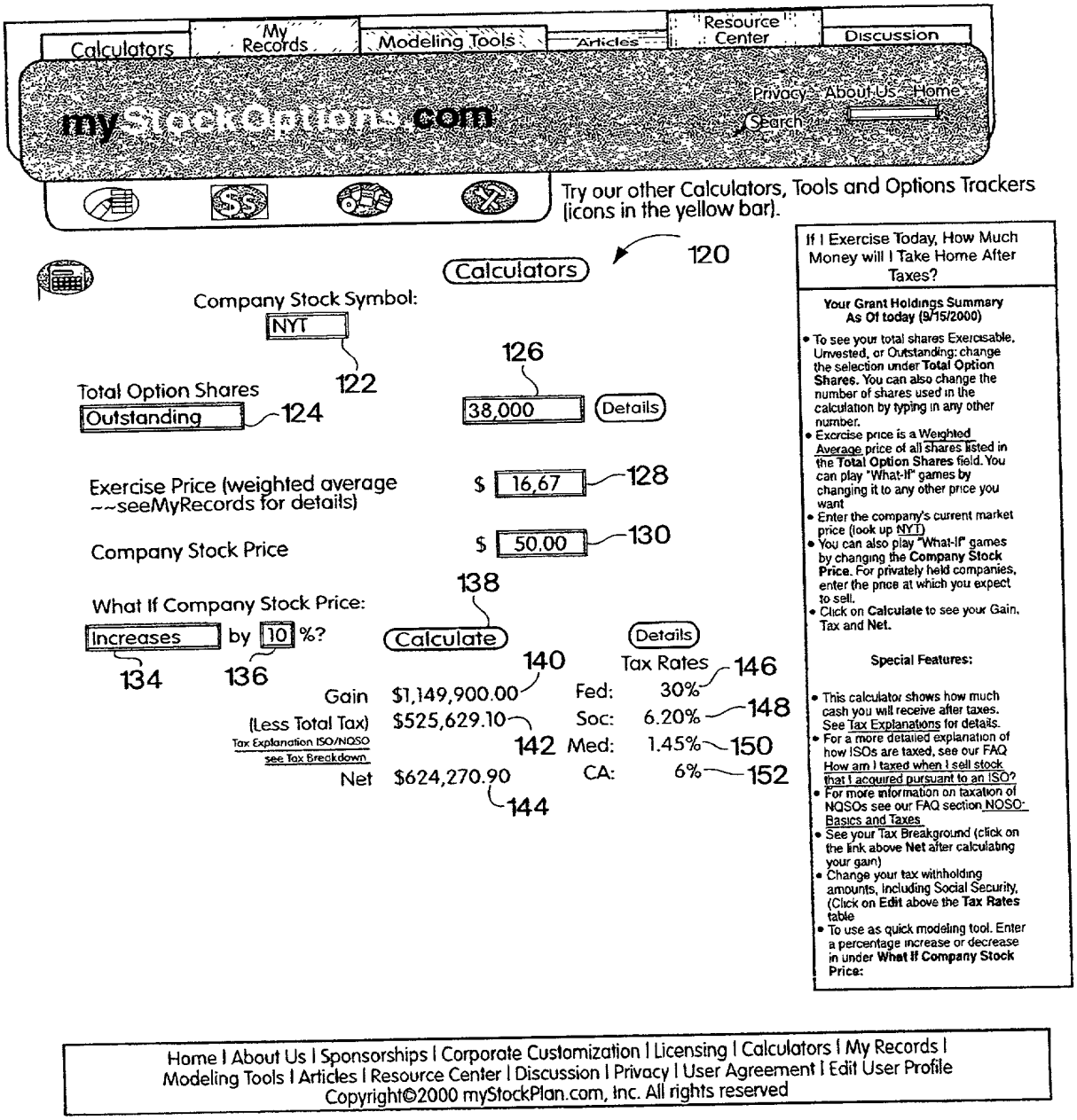
Fig. 3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Try our other Calculators, Tools and Options Trackers (icons in the yellow bar).
Calculators
120
Company Stock Symbol:
NYT
122
126
Total Option Shares
Outstanding
124
38,000
Details
Exercise Price (weighted average --seeMyRecords for details)
$ 16.67
128
Company Stock Price
$ 50.00
130
138
What If Company Stock Price:
Increases
by 10 %?
134
136
Calculate
Details
140
Gain $1,149,900.00
(Less Total Tax) $525,629.10
Tax Explanation ISO/NQSO
see Tax Breakdown
142
Net $624,270.90
144
Tax Rates
146
Fed: 30%
Soc: 6.20%
148
Med: 1.45%
150
CA: 6%
152
If I Exercise Today, How Much Money will I Take Home After Taxes?
Your Grant Holdings Summary As Of today (9/15/2000)
• To see your total shares Exercisable, Unvested, or Outstanding: change the selection under Total Option Shares. You can also change the number of shares used in the calculation by typing in any other number.
• Exercise price is a Weighted Average price of all shares listed in the Total Option Shares field. You can play "What-If" games by changing it to any other price you want
• Enter the company's current market price (look up NYT)
• You can also play "What-If" games by changing the Company Stock Price. For privately held companies, enter the price at which you expect to sell.
• Click on Calculate to see your Gain, Tax and Net.
Special Features:
• This calculator shows how much cash you will receive after taxes. See Tax Explanations for details.
• For a more detailed explanation of how ISOs are taxed, see our FAQ How am I taxed when I sell stock that I acquired pursuant to an ISO?
• For more information on taxation of NQSOs see our FAQ section NQSO-Basics and Taxes
• See your Tax Breakground (click on the link above Net after calculating your gain)
• Change your tax withholding amounts, including Social Security, (Click on Edit above the Tax Rates table
• To use as quick modeling tool. Enter a percentage increase or decrease in under What If Company Stock Price:
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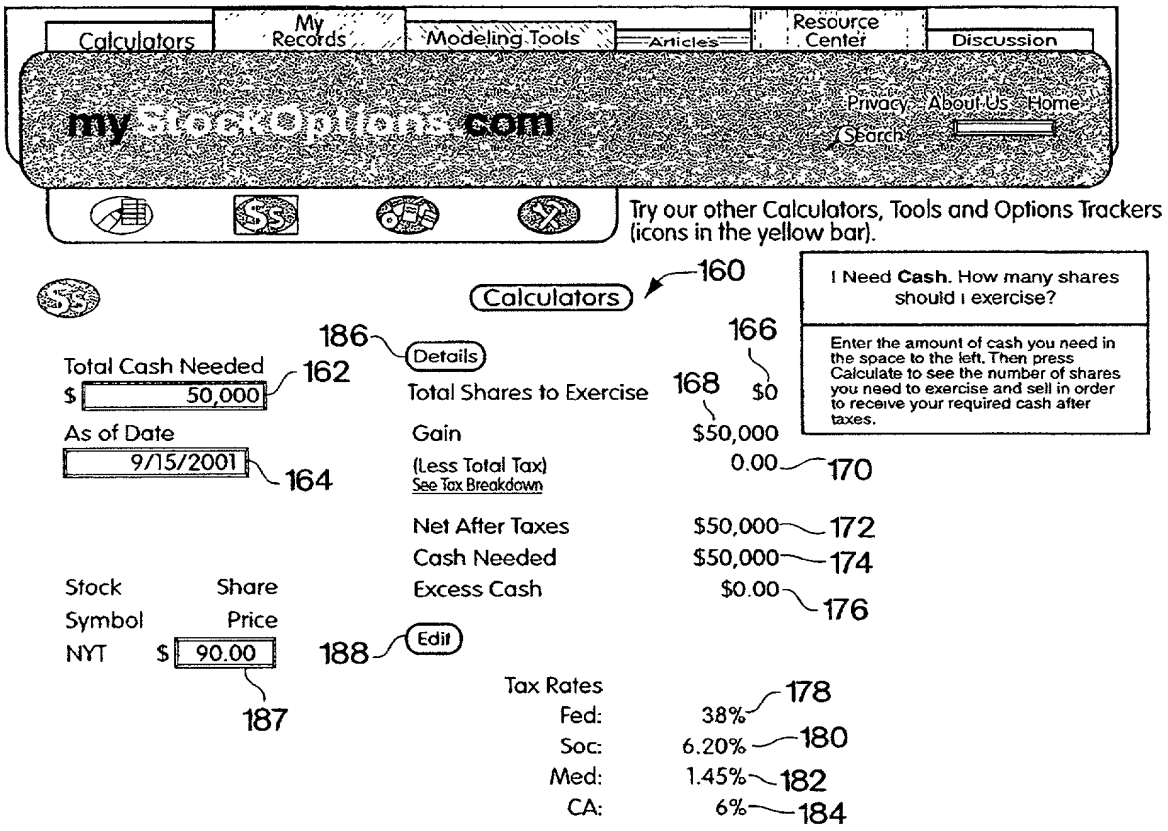
Fig. 4



Grants to Exercise (Oldest grants first. See **MyRecords** for a complete list of grants.)

Grant Num.	Grant Date	Type	Shares to Exercise	Exercise Price	Exercise Cost	Total Value	Total Gain	Tax Withheld	Net After Taxes
1000	20-Jun-1995	ISO	625	$10.00	$6,250.00	56,250.00	$50,000.00	$0.00	$50,000.00
		Totals:	625		$6,250.00	56,250.00	$50,000.00	$0.00	$50,000.00

Fig. 5

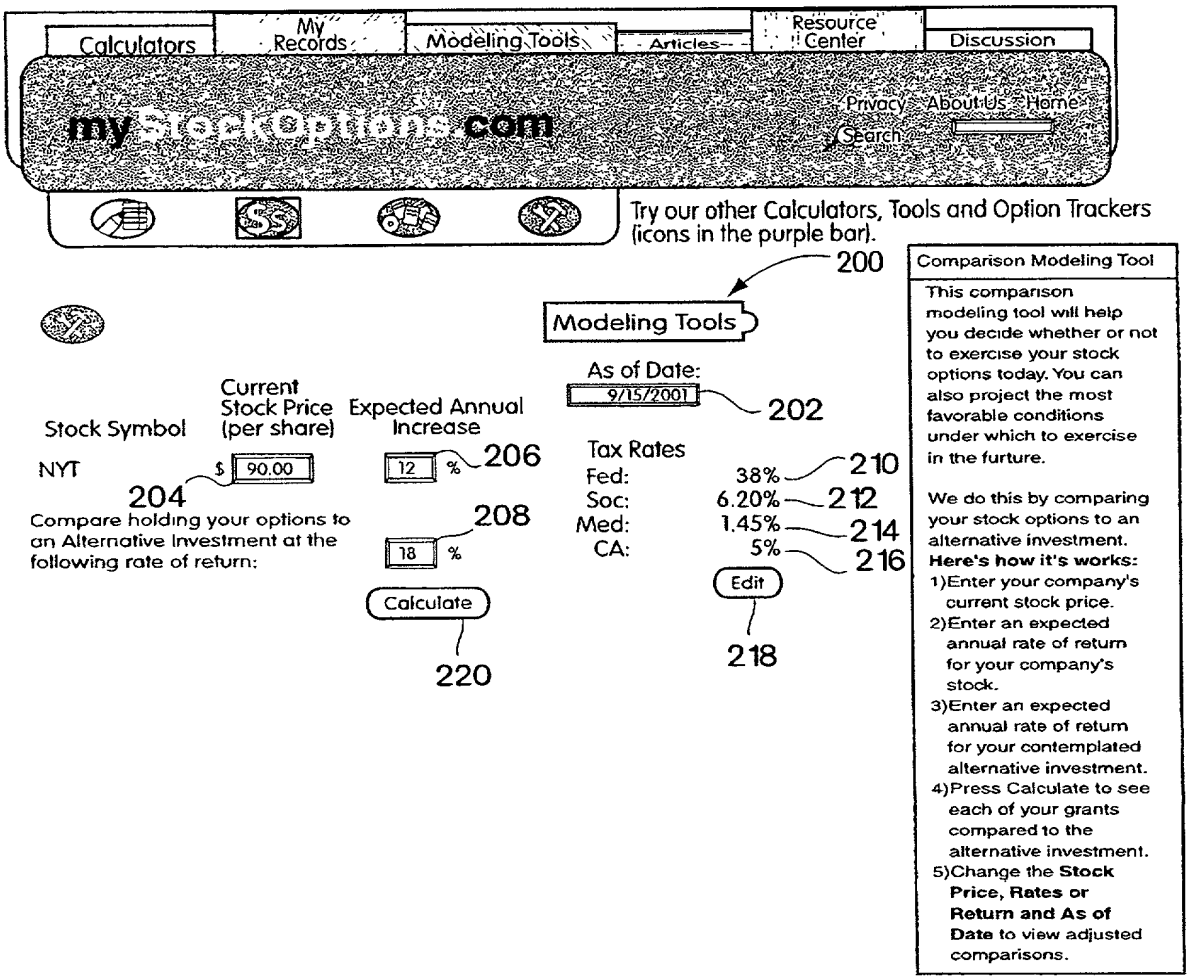


Fig. 6

09609597 - 092600

Comparison Tool- MyStockOptions.com

Summary Comparison (See details below -- sacroll down.) 230

234 Grant Number	236 Grant Date	238 Remaining Term	240 Grant Price	242 Shares Exercisable	248 -- Net Future Gain -- From Grant	250 Alternative Investment	252 Difference	232 Calculated Strategy(+)
1000	20-Jun-1995	3.76 Years	$10.00	10,000	$715,532.34	$734,376.83	($18,444.49)	Sell and purchase alternative investment
7	15-Jun-1995	4.00 Years	$20.00	8,000	$544,843.01	$531,456.52	$13,386.48	Hold Grant
1000	20-Jun-1996	3.76 Years	$10.00	10,000	$692,670.41	$707,617.32	($14,946.91)	Sell and purchase alternative investment
1000	20-Jun-1999	7.76 Years	$30.00	5,000	$523,325.24	$492,916.74	$30,408.50	Hold Grant

(+) Calculated Strategy makes no allowance for the different risks associated with investing in your company's stock and your alternative investemnt. It assumes that both your grants and alternative investment grow at the rates you entered in the table above

You should consult a professional financial advisor before making any investment decision.

7/9

Fig. 7A

Detailed Comparison (See **MyRecords** for a complete list of grants.)

Basic Grant Information				
Grant Number	1000	7	1000	1000
Grant Type	*ISO	*ISO	NO	*ISO
Grant Date	20-Jun-1995	15-Sep-1995	20-Jun-1996	20-Jun-1999
Expiration Date	20-Jun-2005	15-Sep-2005	20-Jun-2005	20-Jun-2009
Remaining term of Grant	3.76 Years	4.00 Years	3.76 Years	7.76 Years
Current Gain Calculations (as of 15-Sep-2001)				
Shares Exercisable	10,000	8,000	10,000	5,000
Exercise Price	$10.00	$20.00	$10.00	$30.00
Exercise Cost	$100,000.00	$160,000.00	$100,000.00	$150,000.00
Total Face Value	$900,000.00	$720,000.00	$900,000.00	$450,000.00
Total Gain	$800,000.00	$560,000.00	$800,000.00	$300,000.00
- Federal Taxes	($304,000.00)	($212,800.00)	($304,000.00)	($114,000.00)
- State Taxes	($48,000.00)	($33,600.00)	($48,000.00)	($18,000.00)
- Other Taxes	$0.00	$0.00	$0.00	$0.00
- Medicare	N/A	N/A	($11,600.00)	N/A
- Social Security (1)	N/A	N/A	($4,724.40)	N/A
Taxes Owed	($352,000.00)	($246,400.00)	($366,324.40)	($132.000.00)
Net Gain (2)	$448,000.00	$313,600.00	$431,675.60	$168,000.00
Future Value of Grant if Held For Remaining Term				
Number of Years	3.76	4.00	3.76	7.76
Annual RAte of Return	12.00%	12.00%	12.00%	12.00%
Total Future Value	$1,378,450.61	$1,132,933.94	$1,378,450.61	$1,084,509.36
Total Future GAin (3)	$1,278,450.61	$972,933.94	$1,278,450.61	$934,509.36
- Federal Taxes	($458,811.23)	($369,714.90)	($458,811.23)	($355,113.56)
- State Taxes	($76,707.04)	($58,376.04)	($76,707.04)	($56,070.56)
- Other Taxes	$0.00)	$0.00)	$0.00)	$0.00)
- Medicare	N/A	N/A	($18,537.53)	N/A
- Social Security (1)	N/A	N/A	($4,724.40)	N/A
Taxes Owed	($562,518.27)	($428,090.93)	($585,780.20)	($411,184.12)
Net Future Gain (2)	$715,932.34	$544,843.01	$692,670.41	$523,325.24

Fig. 7B

Comparison Tool- MyStockOptions.com

Alternative Investment Calculations (4)

Present Value (Cost Basis)	$448,000.00	$313,600.00	$431,675.60	$168,000.00
Total Future Value	$834,995.72	$608,000.71	$804,569.82	$607,076.68
Taxable Future Gain(5)	$386,995.72	$294,400.71	$372,894.22	$439,076.68
- Federal Taxes	($77,399.14)	($58,880.14)	($74,578.84)	($87,815.34)
- State Taxes	($23,219.74)	($17,664.04)	($22,373.65)	($26,344.60)
Taxes Owed (6)	($100,618.89)	($76,544.18)	($96,952.50)	($114,159.94)
Net Future Gain	$734,376.83	$531,456.52	$707,617.32	$492,916.74

Fig. 7C

Docket No: BRUM-101

DECLARATION AND POWER OF ATTORNEY

As a below named inventors, we hereby declare that:

Our residences, post office addresses and citizenships are as stated below next to our names.

We believe we are the original, first and sole inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled:

INTERNET-BASED EMPLOYEE STOCK OPTION PLANNER

the specification of which
(check one) [X] is attached hereto
[ ] was filed on _____ as Application Serial No: _____
and was amended on (if applicable) _____

We hereby state that we have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

We hereby claim foreign priority benefits under Title 35, United States Code, §119 (a) - (d) of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)			**Priority Claimed**	
			[ ]	[ ]
(NUMBER)	(COUNTRY)	(DAY/MONTH/YEAR FILED)	YES	NO
			[ ]	[ ]
(NUMBER)	(COUNTRY)	(DAY/MONTH/YEAR FILED)	YES	NO

We hereby claim that the benefit under Title 35, United States Code, §120 of any United States application(s) or PCT International application(s) designating the United States of America listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, we acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

(APPLICATION SERIAL NO.)	(FILING DATE)	(STATUS) (PATENTED, PENDING, ABANDONED)

If more space is needed for any of the above categories, please continue on an additional form and SIGN.

WE HEREBY APPOINT THE FOLLOWING AS OUR ATTORNEY OR AGENT(S) WITH FULL POWER OF SUBSTITUTION TO PROSECUTE THIS APPLICATION AND TRANSACT ALL BUSINESS IN THE PATENT OFFICE CONNECTED THEREWITH:

Name	Reg. No.	Name	Reg. No.	Name	Reg. No.
Robert K. Tendler	**24,581**				

SEND CORRESPONDENCE TO:

NAME	PHONE NO.	STREET	CITY & STATE	ZIP CODE
Robert K. Tendler	**(617) 723-7268**	**65 Atlantic Avenue**	**Boston, MA**	**02110**

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole or first inventor: Bruce Brumberg

Inventor Signature: _____ Date: 9/23/00

Residence: 76 Berkshire Road, Newton, MA 02460

Country of Citizenship: U.S.A.

Mailing Address: 76 Berkshire Road, Newton, MA 02460